



May 11, 2005

National Association of Attorneys General
Attention: Mark Greenwold
750 First Street NE, Suite 1100
Washington, DC 20002

Re: Bekenton USA, Inc.

Dear Mr. Greenwold:

This letter is a thirty day notice pursuant to Section VII(c)(2) of the Master Settlement Agreement ("MSA"). The undersigned Notice Party may bring an action to enforce the provisions of the MSA against one or more of the Settling States arising from their failure to comply with Section XVIII(b)(4) of the MSA.

The Settling States' breach of this provision of the MSA arises from their failure to revise the terms of the MSA so that the other Participating Manufacturers, including Bekenton, receive terms as relatively favorable as those agreed to in the agreement between Vibo Corporation d/b/a General Tobacco (as well as other entities) and the Settling States.

Please be advised that Bekenton is providing the requisite Notice under VII(c)(2) of the MSA and, if this matter cannot be resolved by agreement, may bring an action to enforce the provisions of the MSA after 30 days from the date of this Notice. We are willing to discuss the means by which this violation of the MSA may be resolved. If you wish to have such a discussion please contact us as soon as possible.

Kind regards,

Stephen Falowski

cc: Attorneys General of All Settling States
MSA Participating Manufacturers

690 Lincoln Road • Suite 303
Miami Beach, Florida 33139